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David L. Armstrong
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John W. Clay
Commissioner

July 8, 2008

PARTIES OF RECORD:
Case No. 2007-00455
Big Rivers Electric Corporation

Attached are copies of two informal conference memoranda which are being filed in the record of the above-referenced case. If you wish to make any comments regarding the contents of the memoranda, please do so within five days of receipt of this letter. Should you have any questions, please contact Richard Raff at 502/564-3940, Extension 263.

Sincerely,

A large, stylized handwritten signature in black ink, appearing to read "Stephanie Stumbo".

Stephanie Stumbo
Executive Director

vh/

INTRA-AGENCY MEMORANDUM

KENTUCKY PUBLIC SERVICE COMMISSION

TO: Case File No. 2007-00455
FROM: Richard Raff, Staff Attorney *RR*
DATE: July 8, 2008
SUBJECT: Big Rivers Electric Corporation, et al.

Pursuant to the request for an informal conference which was sent by e-mail on June 25, 2008 by Big Rivers to all parties, the Commission Staff issued a notice of telephone conference to be held on June 26, 2008. The phone bridge was established by Big Rivers and disseminated to all parties. Those participating in the call were:

For Big Rivers:	Jim Miller Doug Beresford Bill Blackburn Chuck Buechel Carl Lyon
For Alcan/Century: E.ON:	David Brown Kendrick Riggs Allyson Sturgeon Deborah Eversole Dan Arbough
Attorney General's Office:	Dennis Howard Larry Cook Paul Adams David Brevitz
City of Henderson:	Jack Hughes
Kenergy/Meade County:	Frank N. King
Jackson Purchase:	Melissa Yates
IBEW:	Don Meade
Commission Staff:	Quang Nguyen Jeff Johnson Isaac Scott Scott Lawless Richard Raff

The purpose of the telephone conference was to discuss the recent financial downgrading of Ambac Assurance Corporation, the financial entity providing credit support to Big Rivers' leveraged leases with Bank of American and Phillip Morris. Also

discussed was the letter dated June 24, 2008 from Big Rivers to the Commission requesting a Staff advisory opinion on whether Commission approvals are necessary for Big Rivers to terminate its leveraged lease of the Wilson Generating Unit with Bank of America. Big Rivers affirmatively stated that it would not be undertaking any additional risk by terminating the leveraged lease and, based upon that representation, none of the parties expressed an objection to the proposed termination.

Big Rivers also discussed the implications of the recent financial downgrading of Ambac Assurance Corporation upon the leveraged lease involving Phillip Morris, and the need for additional time to determine an appropriate course of action. Since the resolution of this issue might impact the projections contained in Big Rivers' financial unwind model, Big Rivers requested that the hearing scheduled to commence on July 1, 2008 be postponed until further notice. None of the parties objected to that suggestion.

cc: Parties of Record

INTRA-AGENCY MEMORANDUM

KENTUCKY PUBLIC SERVICE COMMISSION

TO: Case File No. 2007-00455
FROM: Richard Raff, Staff Attorney *RJR*
DATE: July 8, 2008
SUBJECT: Big Rivers Electric Corporation, et al.

Pursuant to the June 13, 2008 Commission Staff's notice of informal conference, a conference was held at the Commission's offices on June 19, 2008. A list of the attendees is attached hereto.

The first item discussed at the conference was Big Rivers' updated unwind financial model, filed on June 11, 2008. Big Rivers' consultant, Robert Mudge, discussed the recent changes to the financial model, particularly those related to higher fuel costs. In an effort to offset those higher fuel costs, the financial model reflects an additional contribution of \$157 million from E.ON, with \$82 million allocated to non-smelter customers and \$75 million allocated to the smelters. A copy of Mr. Mudge's handout is attached hereto.

The second item discussed was the June 18, 2008 letter from E.ON to the Commission regarding Big Rivers' intent to terminate its leveraged lease of the Wilson Generating Unit with the Bank of America. The letter stated that if the termination is not completed by June 30, 2008, the cost to do so would increase substantially. The letter also discussed the basis upon which the Commission had asserted jurisdiction over the leveraged lease when it was entered into in 2000 and the reasons why E.ON believes that no Commission approvals are necessary for Big Rivers to now terminate that leveraged lease. The discussion on this item was led by Dan Arbough, E.ON's treasurer. A copy of Mr. Arbough's handout is attached hereto.

The third item discussed was Big Rivers' further response to the 29 outstanding issues previously raised on May 15, 2008 at an informal conference among the parties. To assist in the discussion of these outstanding issues, Big Rivers presented a written handout describing each outstanding issue and the manner in which it has either been addressed to date or will be addressed. A copy of that handout is attached hereto.

In recognition that the Commission had set this case for hearing to commence on July 1, 2008, Big Rivers requested that the parties indicate, no later than June 26, 2008, if there were any witnesses that would not be called for cross-examination at the hearing. The parties further agreed to participate on a telephone conference call to be held on June 27, 2008.

cc (without handouts): Parties of Record

Termination of Bank of America Lease at Unwind Closing

If Unwind Transaction Closes

- Big Rivers contributes \$1 million toward termination of lease
- Smelters contribute a total of \$1 million toward termination of lease
- E.ON US funds the difference between a) the Bank of America termination cost less b) the sum of 1) the liquidation value of the investment contract (at a lower value) plus 2) the contributions from Big Rivers and the smelters.
- Wilson Station Operating Agreement Amendment becomes effective
- Big Rivers has one fewer creditor and arguably less risk since there is no risk of a default under the Bank of America lease

If Unwind Transaction Never Occurs

- Bank of America lease remains in force without change

Early Termination of Bank of America Lease

If Unwind Transaction Closes

- Big Rivers contributes \$1 million toward termination of lease
- Smelters contribute a total of \$1 million toward termination of lease
- E.ON US funds the difference between a) the Bank of America termination cost less b) the sum of 1) the liquidation value of the investment contract plus 2) the contributions from Big Rivers and the smelters.
- Wilson Station Operating Agreement Amendment becomes effective
- Big Rivers has one fewer creditor and arguably less risk since there is no risk of a default under the Bank of America lease

If Unwind Transaction Never Occurs

- Big Rivers incurs no cost to terminate the Bank of America lease
- E.ON US funds the difference between a) the Bank of America termination cost less b) the liquidation value of the investment contract.
- Big Rivers has one fewer creditor and arguably less risk since there is no risk of a default under the Bank of America lease

Summary of Changes to the Unwind Financial Model

June 2008

Contents:

- **Key Changes**
- **Change in Projected Revenue Requirement**
- **Allocation of Change in Revenue Requirement**
- **Rate Change Detail:**
 - Non-Smelter Members
 - Smelters
- **Appendices:**
 - A – Deferral of Capital Markets Debt
 - B – Debt Service Step-Up In 2016
 - C – Projected Fuel Costs

Key Changes:

A. Financing
(Already reflected in financial model dated 4/22/08)

- Capital markets debt issuance deferred
- RUS New Note reduced by \$200m at close instead of \$400m+
- Additional \$200m refinancing of RUS New Note in 2016
- PCB bonds modeled to bear interest at 5%, instead of 3.6%

B. Updated Production Costs

Increases in:

- Fuel prices
- Power purchase costs
- Offsystem sale revenues
- Net allowance costs

Key Changes (Contd.):

C. Fuel Compensation from E.On

- \$82m more to non-Smelter Member Economic Reserve
- Non-Smelter Member rates held constant for fuel into 2013
- \$7m payment from Big Rivers to Smelter FAC Reserve *

D. Other

- Pre-transaction cash balances adjusted
- Bank of America lease bought out
- Member reg. account in lieu of PPA starts amortizing in 2011
- Misc. conforming adjustments

* Up to an additional \$70m plus accrued interest to be paid directly by E.On to the Smelters as increased fuel costs incurred, not reflected in the financial model.

Summary of Changes to Unwind Financial Model, 6/19/08

Allocation of Change in Revenue Requirement:

- Revenue requirement relatively small for non-Smelter Members from 2008 – 2012
- Smelters also benefit from E.On contribution outside of financial model

	2008 - 2012 \$M	2013 - 2023 \$M	Total \$M
1 <u>\$ Millions</u>			
2 Members	4.5	68.2	72.7
3 Smelters	195.4	125.5	320.9
4 Subtotal	200.0	193.7	393.6
5			
6 Less E.On Contribution *	(77.3)	-	(77.3)
7 Net	122.6	193.7	316.3
8			
9 <u>\$/MWh</u>			
10 Members	0.27	1.44	1.13
11			
12 Smelters - Financial Model	5.73	1.56	2.80
13 Less E.On Contribution *	(2.27)	-	(0.68)
14 Smelters - Net	3.46	1.56	2.13

* Outside of financial model, includes accrued interest

Summary of Changes to Unwind Financial Model, 6/19/08

Rate Change Detail - Non-Smelter Members:

		2008 - 2012 \$/ MWh	2013 - 2023 \$/ MWh	Total \$/ MWh
1	2/14/2008	34.71	48.06	44.56
2	GRA	-	(0.21)	(0.15)
3	Reg. Account Amort.	0.27	0.22	0.23
4	Subtotal	0.27	0.01	0.08
5				
6	FAC	5.85	1.07	2.32
7	ES	0.09	0.41	0.33
8	Surcredits	(0.21)	-	(0.05)
9	Rebate Realized	(0.35)	(0.00)	(0.09)
10	Subtotal	5.39	1.48	2.50
11	Economic Reserve/ MRSM	(5.39)	(0.06)	(1.45)
12	Subtotal	-	1.42	1.05
13				
14	Total	0.27	1.44	1.13
15	6/11/2008	34.98	49.49	45.69

- Rate impact summarized on weighted average basis at right
- Increase in fuel costs fully offset through 2012 (into 2013)
- The bulk of overall increase--\$1.13/ MWh-- comes from \$1+/- MWh increase in FAC in 2013 -- 2023 period

Summary of Changes to Unwind Financial Model, 6/19/08

Rate Change Detail - Smelters

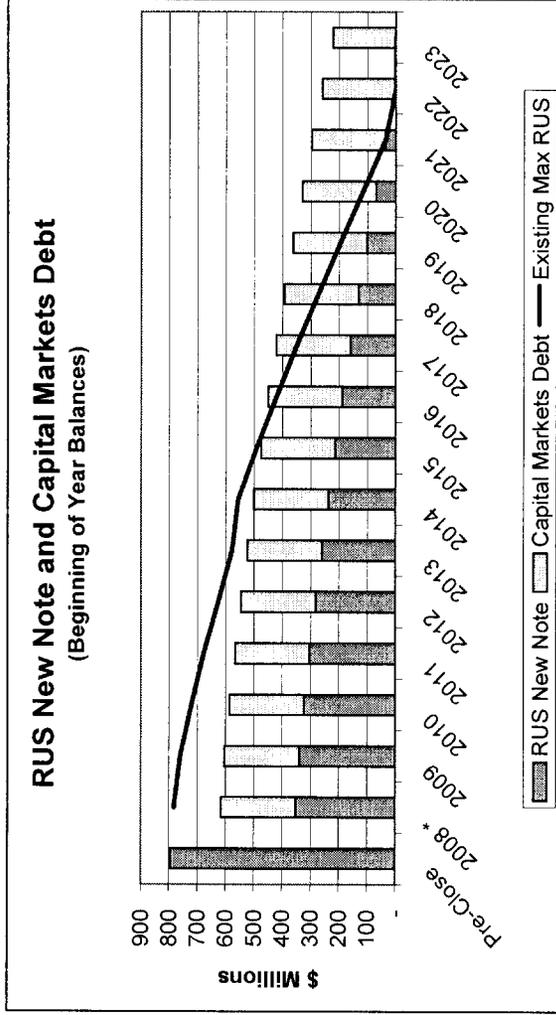
	2008 - 2012	2013 - 2023	Total
	\$/ MWh	\$/ MWh	\$/ MWh
1	39.06	50.06	46.78
2	-	(0.16)	(0.11)
3	(0.44)	0.14	(0.03)
4	(0.36)	-	(0.11)
5	(0.80)	(0.02)	(0.25)
6			
7	5.83	1.14	2.54
8	(0.23)	-	(0.07)
9	5.60	1.14	2.47
10			
11	0.73	0.04	0.25
12	0.10	0.40	0.31
13	0.10	-	0.03
14	0.93	0.44	0.58
15			
16	5.73	1.56	2.80
17	44.79	51.63	49.59
18			
19			
20	(2.27)	-	(0.68)
21	42.52	51.63	48.91

- Rate impact summarized on weighted average basis at right
- Increase in fuel costs partially offset in 2008 – 2012 period
- No offset to increased PPA or environmental surcharge costs
- Overall increase equals \$2.13/ MWh (\$2.80 – 0.68)

Appendix A – Deferral of Capital Markets Debt

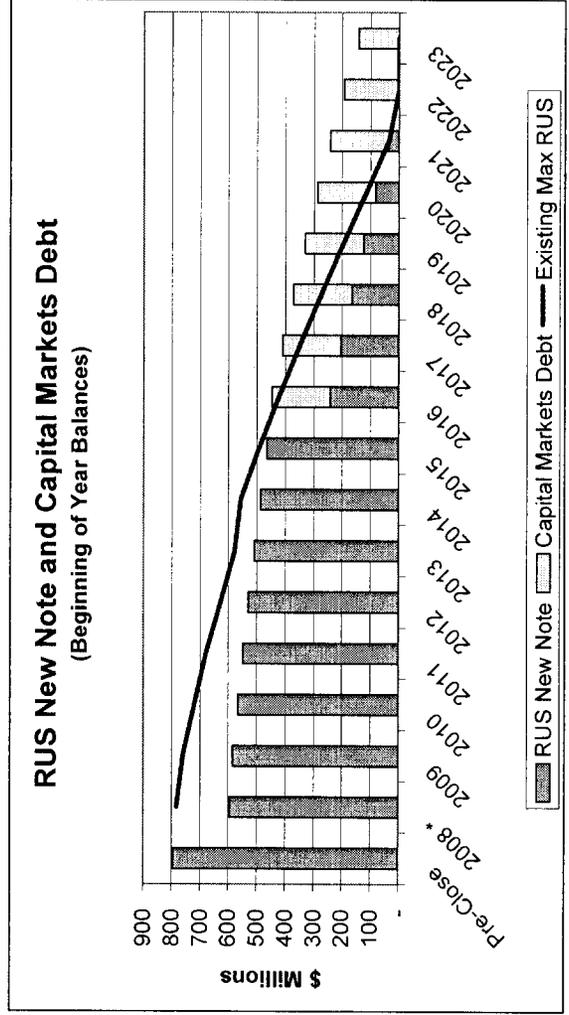
A) Capital Markets at Closing

- 1) RUS New Note reduced at closing:
 - \$400M+
 - transaction proceeds + new issue
- 2) Remaining RUS New Note amortized into 2021



B) Deferred Capital Markets

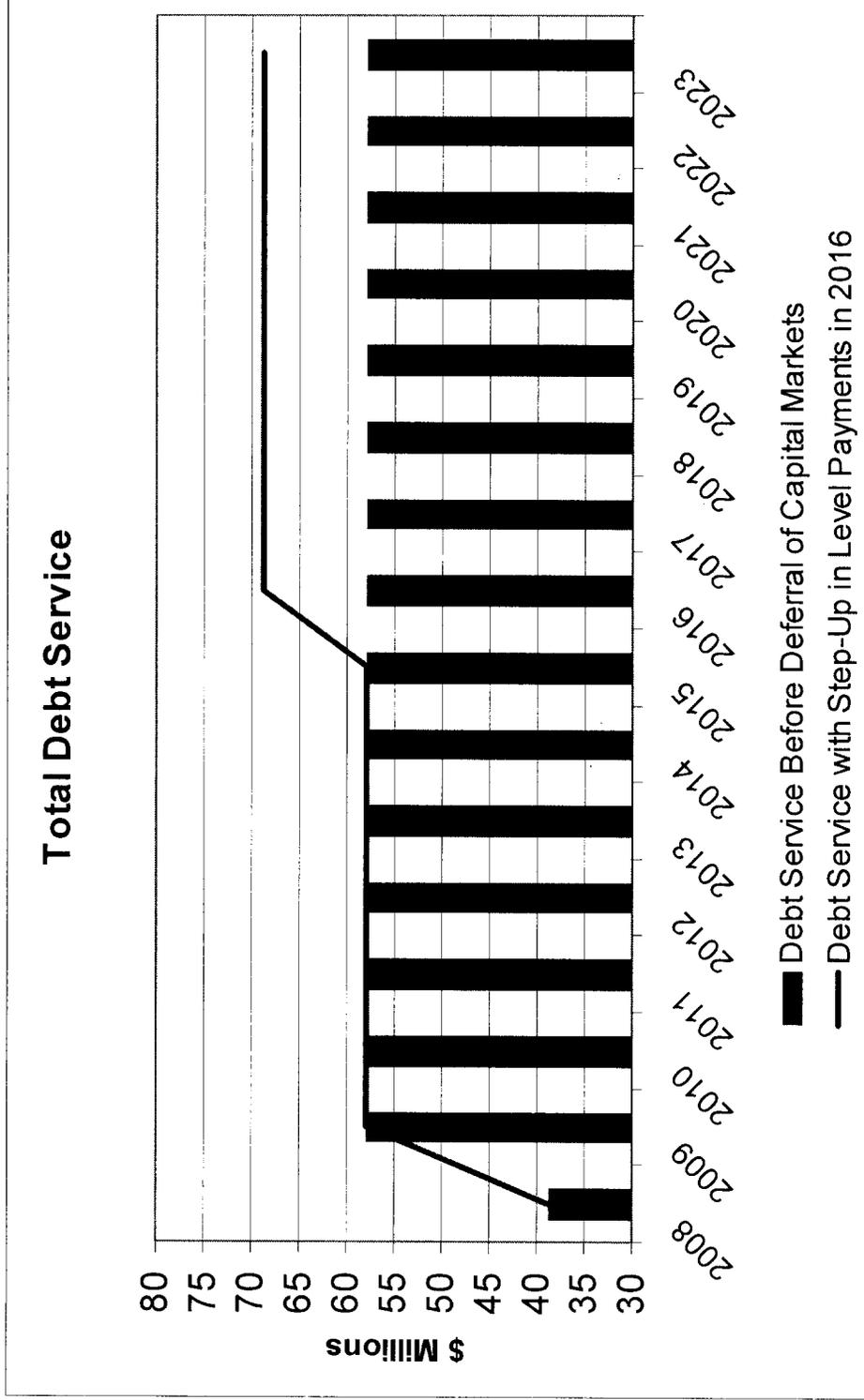
- 1) RUS New Note reduced at closing:
 - \$200M
 - transaction proceeds only
- 2) Remaining RUS New Note amortized in two stages:
 - Through date of capital markets issue—modeled as \$200m in 2016
 - Into 2021



Summary of Changes to Unwind Financial Model, 6/19/08

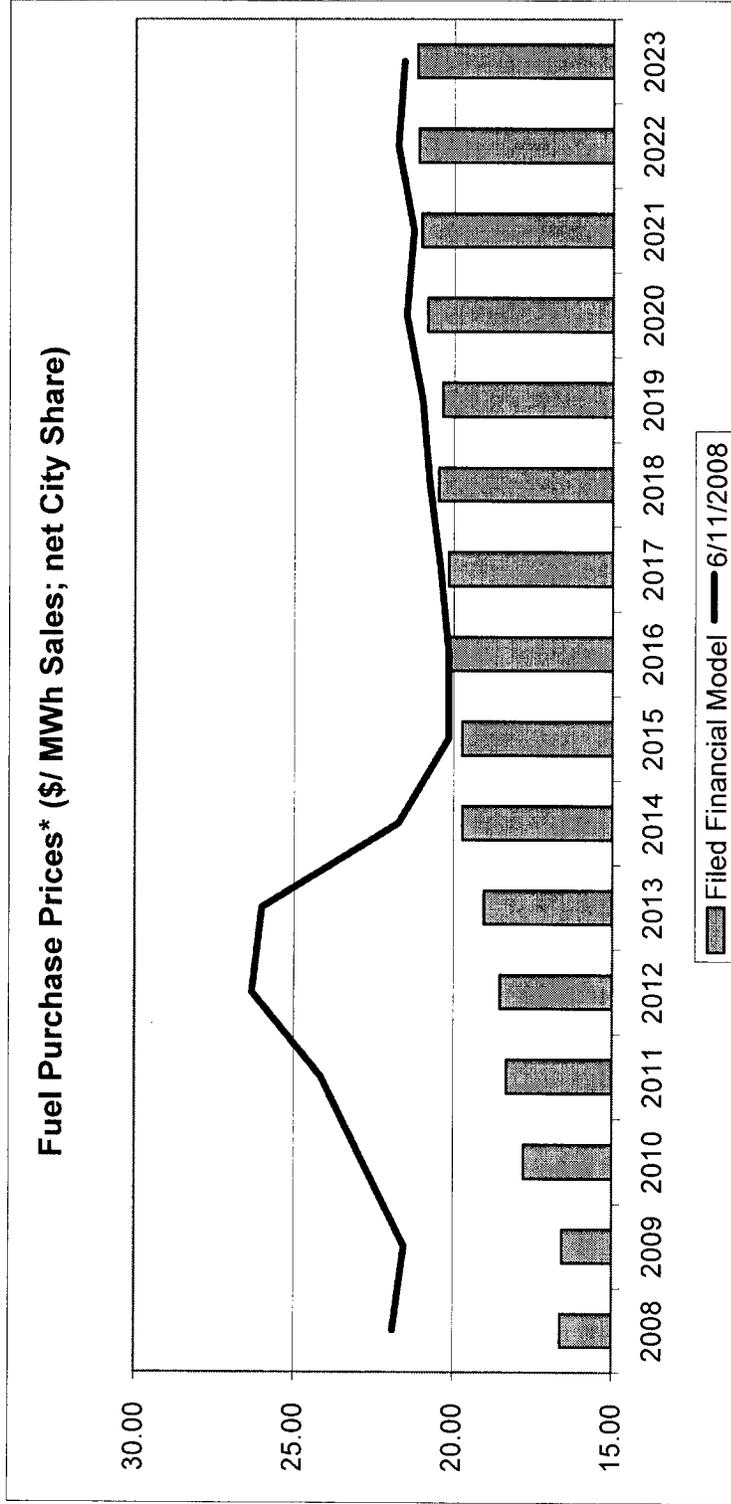
Appendix B – Debt Service Step-Up in 2016

Debt service with step-up reflects Big Rivers' option to issue only \$200m in 2016



Summary of Changes to Unwind Financial Model, 6/19/08

Appendix C – Projected Fuel Costs



	2008 - 2012	2013 - 2023	Total
\$/MWh	16.62	17.77	18.31
2/14/2008	21.88	22.85	24.15
6/11/2008	5.26	4.97	5.84
Delta	137.6	203.5	225.1
\$M	2,802	3,818	227.7
2/14/2008	1,332	4,292	297.5
6/11/2008	316.2	157.5	473.7
Delta	1,016	2,802	244.6
	19.71	19.72	20.13
	20.16	20.42	20.14
	20.76	20.76	20.42
	20.99	20.99	0.25
	20.76	20.76	0.28
	20.35	20.35	0.63
	20.47	20.47	0.28
	257.8	257.8	250.6
	265.7	265.7	250.6
	271.8	271.8	253.9
	270.4	270.4	251.8
	10.80	10.80	3.32
	4.51	4.51	4.75
	10.30	10.30	(0.24)
	267.4	267.4	245.5
	265.7	265.7	244.6
	278.3	278.3	269.7
	270.4	270.4	269.7
	10.90	10.90	25.15
	4.69	4.69	25.15
	21.10	21.10	21.72
	21.76	21.76	21.72
	0.66	0.66	2.01
	0.24	0.24	0.43
	0.66	0.66	0.25
	0.41	0.41	0.28
	270.5	270.5	250.6
	278.3	278.3	253.9
	7.42	7.42	3.32
	10.90	10.90	4.75

* Includes start-up costs

DRAFT SETTLEMENT CONCEPTS

Big Rivers Electric Corporation
P.S.C. Case Nos. 2007-00455 and -00460
Informal Conference - June 19, 2008

These "Draft Settlement Concepts" were presented to Commission Staff and the parties by Big Rivers at the May 15, 2008, Informal Conference. Following each entry is a status comment on that Settlement Concept.

Financial Model/Rates

1. Big Rivers will provide and file before any hearing in this matter a revision to the Unwind Financial Model showing the cumulative effects on that model of the changes that have occurred in the Unwind Transaction since December 28, 2007, including changes in the Unwind Transaction described in this set of "Draft Settlement Concepts."

Current Status: The updated Unwind Financial Model was filed on June 11, 2008, as part of a Motion to Amend and Supplement Application (see Exhibit 8), and a presentation on it will be given at the beginning of the informal conference on June 19, 2008.

2. Big Rivers is evaluating a resolution to the issues raised regarding the fuel and environmental expenses used to calculate the first two months of operation under the fuel adjustment clause and the environmental surcharge.

Current Status: Big Rivers would commit to use the actual expenses reported by WKEC to calculate the fuel adjustment clause charges and the environmental surcharge for the period until Big Rivers' actual costs are available. See Tab 10, Big Rivers Data Request Response Supplements filed May 30, 2008.

3. Big Rivers would commit that the Economic Reserve will be funded at closing of the Unwind Transaction by an amount no less than \$_____ [\$75 million plus any new funds from fuel issue settlement].

Current Status: Consistent with the settlement of the fuel cost issue reflected in the update of the Unwind Financial Model, Big

Rivers would commit that the Economic Reserve will be funded at closing of the Unwind Transaction by an amount no less than \$157 million. See Tab 9, Big Rivers Data Request Response Supplements filed May 30, 2008.

4. Big Rivers is formulating a proposal regarding the concerns over Big Rivers' proposed schedule for selling SO₂ allowances in its inventory (excluding the 14,000 SO₂ allowances acquired by Big Rivers in the Unwind Transaction).

Current Status: The position of Big Rivers on this item is stated at Tab 8, Big Rivers Data Request Response Supplements filed May 30, 2008.

5. Big Rivers will supplement its response to Item 13 of the Commission Staff's Second Supplemental Request for Information to explain in more detail the table of rates in that data request response.

Current Status: See Tab 18, Big Rivers Data Request Response Supplements filed May 30, 2008.

Smelter-Related Issues

6. Big Rivers is searching for a resolution to the issues raised regarding the prohibition in the Smelter Agreements on a Big Rivers rate adjustment that becomes effective prior to January 1, 2010.

Current Status: This issue has been resolved by an amendment to the Smelter Agreements. See Tab 6, Big Rivers Data Request Response Supplements filed May 30, 2008, and, for example, Section 13.1.1(c) of Alcan Retail Agreement, Exhibit 3, Motion of Big Rivers to Amend and Supplement Application filed June 11, 2008.

7. Big Rivers will supplement its rebuttal testimony to address in more detail the concerns that the Smelter Agreements unreasonably shift risks to Big Rivers, and "front-end load" benefits for the Smelters.

Current Status: Big Rivers has responded to this issue in detail. See Tab 6, Big Rivers Data Request Response Supplements filed May 30, 2008.

Financing and Accounting Issues

8. Big Rivers will supplement its rebuttal testimony to describe in more detail why the \$200 million reduction in the Maximum Allowed Balance in the RUS 2008 Promissory Note, Series A before the end of 2015 does not materially affect Big Rivers' risk exposure.

Current Status: Big Rivers has responded to this issue in detail. See Tab 16, Big Rivers Data Request Response Supplements filed May 30, 2008.

9. Big Rivers would account on its books for emission allowances it acquires in the Unwind Transaction in accordance with the RUS Uniform System of Accounts.

Current Status: Big Rivers has researched this issue and filed a detailed response. See Tab 17, Big Rivers Data Request Response Supplements filed May 30, 2008.

City of Henderson (HMP&L) Issues

10. Big Rivers would seek a finding from the Commission in its order authorizing Big Rivers to execute any amendments to the Station Two Contracts between and among Big Rivers, City of Henderson Utility Commission and City of Henderson, which the parties may enter into prior to the closing of the Unwind Transaction, that do not materially adversely affect the Unwind Financial Model or Big Rivers' operating risks following the closing of the Unwind Transaction.

Current Status: See Tab 5, Big Rivers Data Request Response Supplements filed May 30, 2008, in which Big Rivers proposes the following alternate settlement concept:

"Big Rivers would seek a finding from the Commission in its order authorizing Big Rivers to execute any amendments to the Station Two Contracts between and among Big Rivers, City of Henderson Utility Commission and City of Henderson, which the parties may enter into prior to the closing of the Unwind Transaction, that does not 'materially adversely affect' the Unwind Financial Model or Big Rivers' operating risks following the closing of the Unwind Transaction. Proposed amendments to the Station Two Contracts would be considered 'not to materially

adversely affect the Unwind Financial Model or Big Rivers' operating risks following the closing of the Unwind Transaction if Big Rivers files the proposed amendments with the Commission, and after a period of consideration set by the Commission, the commission has not objected to the proposed amendments becoming effective under the terms of the order, and no intervenor has filed a written objection to the proposed amendments becoming effective under the terms of the order."

Labor Issues

11. Big Rivers would commit to maintaining a sound and constructive relationship with those labor organizations that may represent certain employees of Western Kentucky Energy Corp.

Current Status: Big Rivers stands by the offer of this commitment.

12. Big Rivers would commit to bargain in good faith with IBEW during any collective bargaining sessions.

Current Status: Big Rivers stands by the offer of this commitment.

13. Big Rivers would commit to continue to employ in the conduct of its business the level of workforce required to safely and professionally operate its facilities.

Current Status: Big Rivers stands by the offer of this commitment.

Future Reporting and Filing Commitments

14. Big Rivers would commit to finalize its due diligence on the generating facilities and sites using all resources available to it.

Current Status: Big Rivers stands by the offer of this commitment.

15. Big Rivers will supplement its rebuttal testimony to supply a comprehensive, written summary of its due diligence plan and efforts regarding the Big Rivers generation units and sites since the Unwind Transaction negotiations commenced to demonstrate

that its due diligence plan and efforts are reasonable for purposes of the Unwind Transaction.

Current Status: See Tab 13, Big Rivers Data Request Response Supplements filed May 30, 2008.

16. Big Rivers would commit that it will file a report with the Commission within 120 days after the closing of the Unwind Transaction stating that all Big Rivers conditions to the closing of the Unwind Transaction have been satisfied or waived, and if waived, the terms on which waiver was granted.

Current Status: Big Rivers stands by the offer of this commitment.

17. Big Rivers would commit to file an application for a general rate adjustment within three years following the date of the final order in this matter.

Current Status: Big Rivers stands by the offer of this commitment.

18. Big Rivers would commit that it will file an integrated resource plan, in accordance with the Commission's regulations, for the Big Rivers system no later than November 2010.

Current Status: Big Rivers stands by the offer of this commitment.

19. Big Rivers would commit, in connection with the filing of its integrated resource plans, to advise the Commission of any material changes to RUS' criteria for the financing of both new coal-fired plants, and regarding any financing relating to existing coal-fired plants, on a timely basis. In the event of any such changes, BREC would commit to supply a plan for assessing the impact and ramifications (if any), and how BREC will address those changes.

Current Status: Big Rivers stands by the offer of this commitment.

20. Big Rivers would commit to filing with the Commission on or before June 30 of each year, through the date on which it files a case for a general adjustment of its rates, the "Big Rivers New

Financial Model.” The Big Rivers New Financial Model would supplement the Big Rivers monthly filing of its RUS Form 12, its Financial and Statistical Report (Annual Report) required by the Commission and the Big Rivers annual report (containing audited financial statements). The Big Rivers New Financial Model would contain actual financial results for the prior year, the current year’s budget, and three forecasted years beyond the current year.

Current Status: Big Rivers stands by the offer of this commitment, with the understanding that the filing date would be April 30 of each year, rather than June 30. See Tab 15, Big Rivers Data Request Response Supplements filed May 30, 2008.

21. Big Rivers is searching for a resolution to the issue regarding filing of a depreciation study in connection with the filing of Big Rivers’ next application for a general rate adjustment.

Current Status: Big Rivers has responded to this issue in detail. See Tab 6, Big Rivers Data Request Response Supplements filed May 30, 2008.

22. Big Rivers would commit to fund, initiate and maintain a risk management plan and program, which would include the ability to identify and address the impact of contingencies including, but not limited to, fuel prices, cost exposure for environmental remediation programs (both existing and contemplated), and any other material risks pertaining to Big Rivers. Big Rivers would commit to be prepared, in connection with the proceeding on its next application for a general adjustment in rates, to respond to questions regarding identified risks and steps taken under its Risk Management program to address or mitigate those risks.

Current Status: Big Rivers stands by the offer of this commitment.

23. Big Rivers would commit to provide to the Commission, in connection with the proceeding on its next application for a general adjustment in rates, a copy of any reports, recommendations or other documents produced by the Coordinating Committee or either smelter, and that is provided to the Big Rivers board of directors through 2011.

Current Status: Big Rivers stands by the offer of this commitment.

24. Big Rivers would commit, in connection with the proceeding on its next application for a general adjustment in rates, to advise the Commission in the event of any material changes in its collective bargaining agreements with labor unions.

Current Status: Big Rivers stands by the offer of this commitment.

25. Big Rivers would commit to advise the Commission and the Attorney General of any material changes in the evidences of indebtedness that comprise its financing arrangements, on a timely basis.

Current Status: Big Rivers stands by the offer of this commitment.

26. Big Rivers would commit to advise the Commission of any material changes to the smelter-related retail and wholesale contracts, on a timely basis.

Current Status: Big Rivers stands by the offer of this commitment.

27. Big Rivers would commit to advise the Commission and the Attorney General in the event of any material changes in its agreements with HMP&L, on a timely basis.

Current Status: Big Rivers stands by the offer of this commitment.

28. Big Rivers would commit to construct the transmission system additions and improvements for which the Commission issued a certificate of public convenience and necessity in P.S.C. Case No. 2007-00177, and would commit to advise the Commission and the Attorney General on a timely basis of any material events related to the Big Rivers transmission system that impacts Big Rivers' long-term ability to wheel excess power to its border for sale into other markets.

Current Status: Big Rivers stands by the offer of this commitment.

29. Big Rivers would commit that its chief executive officer and relevant members of its senior staff will meet informally with the Commission and the Attorney General's Office of Rate Intervention at least annually to advise them regarding: (i) general operations and finances of the corporation; (ii) transition activities; (iii) regulatory and industry developments that may affect the corporation in the future; (iv) the status of its plans for addressing the \$200 million reduction in the Maximum Allowed Balance in the RUS 2008 Promissory Note, Series A before the end of 2015; and (v) changes in the competitiveness of the Smelters in the world aluminum market of which it becomes aware that it believes could materially affect the commitment of the smelters to continue operations.

Current Status: Big Rivers stands by the offer of this commitment.

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

THE APPLICATIONS OF BIG RIVERS)
ELECTRIC CORPORATION FOR:)
(I) APPROVAL OF WHOLESALE TARIFF)
ADDITIONS FOR BIG RIVERS ELECTRIC)
CORPORATION, (II) APPROVAL OF)
TRANSACTIONS, (III) APPROVAL TO ISSUE)
EVIDENCES OF INDEBTEDNESS, AND)
(IV) APPROVAL OF AMENDMENTS TO)
CONTRACTS; AND OF E.ON U.S., LLC,)
WESTERN KENTUCKY ENERGY CORP.,)
AND LG&E ENERGY MARKETING, INC.)
FOR APPROVAL OF TRANSACTIONS)

CASE NO. 2007-00455

=====
June 19, 2008 Informal Conference
=====

Please sign in:

NAME

REPRESENTING

Doug Beresford

Big Rivers / Hogan & Hartson

CARL YU

Big Rivers / ORRICK

Jim MILLER

Big Rivers / SWSM

David Spainhower

Big Rivers

Melissa Yates

JPEC / MCRECC

Frank W. King

Kenergy

Jack Barnes

Kenergy, JPEC, Meade

Adrienne Henderson

Don Meade / IBEU 1707

Bob BERRY

EON-US

Mark Bailey

Big Rivers

Chuck Buechel

UEC / Big Rivers

Jack Huxley

WMP & L

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

THE APPLICATIONS OF BIG RIVERS)
ELECTRIC CORPORATION FOR:)
(I) APPROVAL OF WHOLESAL TARIFF)
ADDITIONS FOR BIG RIVERS ELECTRIC)
CORPORATION, (II) APPROVAL OF)
TRANSACTIONS, (III) APPROVAL TO ISSUE)
EVIDENCES OF INDEBTEDNESS, AND)
(IV) APPROVAL OF AMENDMENTS TO)
CONTRACTS; AND OF E.ON U.S., LLC,)
WESTERN KENTUCKY ENERGY CORP.,)
AND LG&E ENERGY MARKETING, INC.)
FOR APPROVAL OF TRANSACTIONS)

CASE NO. 2007-00455

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June 19, 2008 Informal Conference

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Please sign in:

NAME

REPRESENTING

Richard Koff

PSC-Legal

James S. Scott

PSC - Financial Analysis

Rick Bertelson

PSC - Legal

Daryl Newling

PSC - F/A

EFF JOHNSON

PSC - Eng

BOD MUDGE

BRIEC

Karl R Mc

SKO EON

RALPH BOWLING

EON-US

David Sinclair

EON-US

Larry Cook

OAG

Paul Adams

OAG

PAUL THOMPSON

E.ON U.S.

Deborah Eversole

SKO / EON U.S.

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

THE APPLICATIONS OF BIG RIVERS)
ELECTRIC CORPORATION FOR:)
(I) APPROVAL OF WHOLESALE TARIFF)
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CORPORATION, (II) APPROVAL OF)
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EVIDENCES OF INDEBTEDNESS, AND)
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CONTRACTS; AND OF E.ON U.S., LLC,)
WESTERN KENTUCKY ENERGY CORP.,)
AND LG&E ENERGY MARKETING, INC.)
FOR APPROVAL OF TRANSACTIONS)

CASE NO. 2007-00455

=====

June 19, 2008 Informal Conference

=====

Please sign in:

NAME

REPRESENTING

Bill Blackburn

Big Rivers Electric
E.ON

Dan Arbough

Mike Kurtz

Alcan-Century / KUC

DAVID BROWN

Alcan - Century

Lonnie Bellan

E.ON U.S.

Allyson Sturgeon

E.ON US

P. A. ...

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